

# **EXHIBIT C**

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**From:** David Perlson  
**Sent:** Monday, May 08, 2017 12:56 PM  
**To:** Gonzalez, Arturo J.  
**Cc:** Melissa Baily; Jeff Nardinelli; UberWaymoMoFoAttorneys; Boies Service (BSF\_EXTERNAL\_UberWaymoLit@bsfllp.com); NChatterjee@goodwinlaw.com; QE-Waymo; John Cooper  
**Subject:** RE: Uber-Otto acquisition agreement

Arturo, I believe we have. The specific language is in the RFPs we have identified, including for example Meall RFP No. 1 ("All agreements signed between Anthony Levandowski and any of Defendants."), Linaval RFP No. 1 ("("Documents sufficient to show the reasons behind Uber's decision to acquire Otto, beginning with Uber's first interest in Odin Wave, Otto, Tyto LiDAR, and/or 280 Systems, all due diligence on such acquisition, and any consulting work by Anthony Levandowski and/or Odin Wave, Otto, Tyto LiDAR, and/or 280 Systems for Uber before the acquisition."), and Meall RFP No. 4 ("Documents sufficient to show the identity of anyone with an ownership interest in Otto, 280 Systems, Tyto LiDAR, or Odin Wave, at any time, and the amount of that person's ownership interest."). The specific language is also in the emails we have identified, including for example Jeff Nardinelli's May 1 email ("We have been unable to locate the Uber/Otto acquisition agreement in any document production. Please let us know the Bates number if you have produced it, or produce it immediately.").

We formally requested the acquisition documents in mid-April, and have now been emailing with you about them for a week, the Court has already asked that they be produced, and yet we have never received a substantive "yes" or "no." Based on your ongoing refusal to produce the acquisition documents – despite both Waymo's requests and the Court's directive – we will seek relief from the Court.

David

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**From:** Gonzalez, Arturo J. [mailto:[AGonzalez@mofo.com](mailto:AGonzalez@mofo.com)]  
**Sent:** Monday, May 08, 2017 12:31 PM  
**To:** David Perlson <[davidperlson@quinnmanuel.com](mailto:davidperlson@quinnmanuel.com)>  
**Cc:** Melissa Baily <[melissabaily@quinnmanuel.com](mailto:melissabaily@quinnmanuel.com)>; Jeff Nardinelli <[jeffnardinelli@quinnmanuel.com](mailto:jeffnardinelli@quinnmanuel.com)>; UberWaymoMoFoAttorneys <[UberWaymoMoFoAttorneys@mofo.com](mailto:UberWaymoMoFoAttorneys@mofo.com)>; Boies Service (BSF\_EXTERNAL\_UberWaymoLit@bsfllp.com) <[BSF\\_EXTERNAL\\_UberWaymoLit@bsfllp.com](mailto:BSF_EXTERNAL_UberWaymoLit@bsfllp.com)>; NChatterjee@goodwinlaw.com; QE-Waymo <[qewaymo@quinnmanuel.com](mailto:qewaymo@quinnmanuel.com)>; John Cooper <[JCooper@fbm.com](mailto:JCooper@fbm.com)>  
**Subject:** Uber-Otto acquisition agreement

David,

You are not answering my question. What specific "language" are you referring to? Judge Alsup asked a straightforward question that you still refuse to answer.

And while we're conferring, when did your firm first speak to Google, and why are you refusing to answer that question?

And I ask for the third time, has your firm and has Google taken efforts to preserve all such communications? If not, we will need to raise that issue with Magistrate Corley.

Arturo

Sent from my iPhone

On May 8, 2017, at 12:24 PM, David Perlson <[davidperlson@quinnmanuel.com](mailto:davidperlson@quinnmanuel.com)> wrote:

Arturo, the acquisition agreement is responsive to the language of the document requests we have identified below, whether the words "Acquisition Agreement" are in them or not. You do not claim otherwise. Nor do you provide any basis to reject the Court's request that the acquisition documents be produced. Again please confirm by 1 pm today that you will produce the acquisition documents by 3 pm today.

David

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**From:** Gonzalez, Arturo J. [<mailto:AGonzalez@mofo.com>]  
**Sent:** Monday, May 08, 2017 12:00 PM  
**To:** Melissa Baily <[melissabaily@quinnmanuel.com](mailto:melissabaily@quinnmanuel.com)>; Jeff Nardinelli <[jeffnardinelli@quinnmanuel.com](mailto:jeffnardinelli@quinnmanuel.com)>; UberWaymoMoFoAttorneys <[UberWaymoMoFoAttorneys@mofo.com](mailto:UberWaymoMoFoAttorneys@mofo.com)>; 'Boies Service (BSF\_EXTERNAL\_UberWaymoLit@bsflip.com)' <[BSF\\_EXTERNAL\\_UberWaymoLit@bsflip.com](mailto:BSF_EXTERNAL_UberWaymoLit@bsflip.com)>; '[NChatterjee@goodwinlaw.com](mailto:NChatterjee@goodwinlaw.com)' <[NChatterjee@goodwinlaw.com](mailto:NChatterjee@goodwinlaw.com)>  
**Cc:** QE-Waymo <[gewaymo@quinnmanuel.com](mailto:gewaymo@quinnmanuel.com)>; UberWaymoMoFoAttorneys <[UberWaymoMoFoAttorneys@mofo.com](mailto:UberWaymoMoFoAttorneys@mofo.com)>  
**Subject:** Uber-Otto acquisition agreement

Melissa,

We have reviewed the transcript and confirmed that Judge Alsup asked whether you had specifically requested this agreement.

"That's not answering my question. Did you specifically ask for the acquisition document, the transaction documents?"

(31:11) Please identify the exact language in the requests below that "specifically" requested this agreement. And if you choose to seek "appropriate relief from the Court," please include this email.

**Arturo J. González**  
Chair, Commercial Litigation and Trial Practice Group  
Morrison & Foerster LLP  
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**From:** Melissa Baily [<mailto:melissabaily@quinnmanuel.com>]  
**Sent:** Monday, May 08, 2017 10:48 AM  
**To:** Gonzalez, Arturo J.; Jeff Nardinelli; UberWaymoMoFoAttorneys; 'Boies Service (BSF\_EXTERNAL\_UberWaymoLit@bsflip.com)'; '[NChatterjee@goodwinlaw.com](mailto:NChatterjee@goodwinlaw.com)'  
**Cc:** QE-Waymo; UberWaymoMoFoAttorneys  
**Subject:** RE: Uber-Otto acquisition agreement

- External Email -

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Arturo,

The acquisition documents are responsive to at least Linaval RFP 1, Meall RFP 1, and Meall RFP 4, in addition to the Court's request.

On our call just now, you said you haven't thought about this issue enough to give us Defendants' position on it, that you are busy getting ready for your noon filing, and that you would get us some sort of response today (though it might not be a substantive one). This appears to be intentional delay. On Wednesday, Judge Alsup said "you better hurry up because the Judge wants to see it." While we should have had it already, we need Defendants' position on this by 1 p.m. today. If that response is anything other than Defendants will produce the acquisition documents by 3 p.m. today we will seek appropriate relief from the Court.

Thanks,  
Melissa

**Melissa J. Baily**

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**From:** Melissa Baily  
**Sent:** Friday, May 05, 2017 1:50 PM  
**To:** 'Gonzalez, Arturo J.' <[AGonzalez@mofo.com](mailto:AGonzalez@mofo.com)>; Jeff Nardinelli <[jeffnardinelli@quinnmanuel.com](mailto:jeffnardinelli@quinnmanuel.com)>; UberWaymoMoFoAttorneys <[UberWaymoMoFoAttorneys@mofo.com](mailto:UberWaymoMoFoAttorneys@mofo.com)>; 'Boies Service (BSF EXTERNAL\_UberWaymoLit@bsflp.com)' <[BSF\\_EXTERNAUberWaymoLit@bsflp.com](mailto:BSF_EXTERNAUberWaymoLit@bsflp.com)>; '[NChatterjee@goodwinlaw.com](mailto:NChatterjee@goodwinlaw.com)' <[NChatterjee@goodwinlaw.com](mailto:NChatterjee@goodwinlaw.com)>  
**Cc:** QE-Waymo <[gewaymo@quinnmanuel.com](mailto:gewaymo@quinnmanuel.com)>; UberWaymoMoFoAttorneys <[UberWaymoMoFoAttorneys@mofo.com](mailto:UberWaymoMoFoAttorneys@mofo.com)>  
**Subject:** RE: Uber-Otto acquisition agreement

Arturo,

The specific Waymo document request as well as the Court's request for the acquisition documents are identified in Jeff's prior emails below. As far as I am aware, we never received a response to those emails.

Melissa

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**From:** Gonzalez, Arturo J. [<mailto:AGonzalez@mfo.com>]  
**Sent:** Friday, May 05, 2017 1:46 PM  
**To:** Melissa Baily <[melissabaily@quinnmanuel.com](mailto:melissabaily@quinnmanuel.com)>; Jeff Nardinelli <[jeffnardinelli@quinnmanuel.com](mailto:jeffnardinelli@quinnmanuel.com)>; UberWaymoMoFoAttorneys <[UberWaymoMoFoAttorneys@mofo.com](mailto:UberWaymoMoFoAttorneys@mofo.com)>; 'Boies Service (BSF EXTERNAL UberWaymoLit@bsflip.com)' <[BSF\\_EXTERNAL\\_UberWaymoLit@bsflip.com](mailto:BSF_EXTERNAL_UberWaymoLit@bsflip.com)>; 'NChatterjee@goodwinlaw.com' <[NChatterjee@goodwinlaw.com](mailto:NChatterjee@goodwinlaw.com)>  
**Cc:** QE-Waymo <[gewaymo@quinnmanuel.com](mailto:gewaymo@quinnmanuel.com)>; UberWaymoMoFoAttorneys <[UberWaymoMoFoAttorneys@mofo.com](mailto:UberWaymoMoFoAttorneys@mofo.com)>  
**Subject:** Uber-Otto acquisition agreement

Melissa,

Per your email to me today, is there a specific document request that you are referring to?

**Arturo J. González**  
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**From:** Melissa Baily [<mailto:melissabaily@quinnmanuel.com>]  
**Sent:** Friday, May 05, 2017 1:43 PM  
**To:** Jeff Nardinelli; UberWaymoMoFoAttorneys; 'Boies Service (BSF EXTERNAL UberWaymoLit@bsflip.com)'; 'NChatterjee@goodwinlaw.com'  
**Cc:** QE-Waymo  
**Subject:** RE: Uber-Otto acquisition agreement

- External Email -

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Counsel,

Please confirm that we will be receiving the acquisition documents today.

Thanks,  
Melissa

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**From:** Jeff Nardinelli  
**Sent:** Wednesday, May 03, 2017 8:39 PM  
**To:** 'UberWaymo' <[UberWaymo@mofo.com](mailto:UberWaymo@mofo.com)>; 'Boies Service (BSF EXTERNAL UberWaymoLit@bsflip.com)' <[BSF\\_EXTERNAL\\_UberWaymoLit@bsflip.com](mailto:BSF_EXTERNAL_UberWaymoLit@bsflip.com)>; 'NChatterjee@goodwinlaw.com' <[NChatterjee@goodwinlaw.com](mailto:NChatterjee@goodwinlaw.com)>  
**Cc:** QE-Waymo <[gewaymo@quinnmanuel.com](mailto:gewaymo@quinnmanuel.com)>  
**Subject:** RE: Uber-Otto acquisition agreement

Counsel,

I'm following up on this request, particularly in light of what Judge Alsup said today:

"THE COURT: Are you willing to turn it over to them?  
I would like myself to see it.

MR. GONZALEZ: I would have to talk to the clients,  
your Honor --

THE COURT: You better hurry up because the judge  
wants to see it."

Please produce the acquisition agreement immediately.

Thanks,  
Jeff

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**From:** Jeff Nardinelli  
**Sent:** Monday, May 01, 2017 12:06 PM  
**To:** UberWaymo <[UberWaymo@mofo.com](mailto:UberWaymo@mofo.com)>; Boies Service  
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**Cc:** QE-Waymo <[qewaymo@quinnmanuel.com](mailto:qewaymo@quinnmanuel.com)>  
**Subject:** Uber-Otto acquisition agreement

Counsel,

We have been unable to locate the Uber/Otto acquisition agreement in any document production. Please let us know the Bates number if you have produced it, or produce it immediately. This document is responsive to at least Linaval RFP 1 ("Documents sufficient to show the reasons behind Uber's decision to acquire Otto, beginning with Uber's first interest in Odin Wave, Otto, Tyto LiDAR, and/or 280 Systems, all due diligence on such acquisition, and any consulting work by Anthony Levandowski and/or Odin Wave, Otto, Tyto LiDAR, and/or 280 Systems for Uber before the acquisition.").

Thanks,  
Jeff

**Jeff Nardinelli**  
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